

Notice of Allowability

Application No.

09/900,554

Examiner

Nga B. Nguyen

Applicant(s)

MILLETTE ET AL.

Art Unit

3692

-- The MAILING DATE of this communication appears on the cover sheet with the correspondence address--

All claims being allowable, PROSECUTION ON THE MERITS IS (OR REMAINS) CLOSED in this application. If not included herewith (or previously mailed), a Notice of Allowance (PTOL-85) or other appropriate communication will be mailed in due course. **THIS NOTICE OF ALLOWABILITY IS NOT A GRANT OF PATENT RIGHTS.** This application is subject to withdrawal from issue at the initiative of the Office or upon petition by the applicant. See 37 CFR 1.313 and MPEP 1308.

1. ☒ This communication is responsive to the Amendment filed on October 4, 2007.
2. ☒ The allowed claim(s) is/are 1-9,11-19,21-29 and 31-45.
3. ☐ Acknowledgment is made of a claim for foreign priority under 35 U.S.C. § 119(a)-(d) or (f).
 - a) ☐ All b) ☐ Some* c) ☐ None of the:
 1. ☐ Certified copies of the priority documents have been received.
 2. ☐ Certified copies of the priority documents have been received in Application No. _____.
 3. ☐ Copies of the certified copies of the priority documents have been received in this national stage application from the International Bureau (PCT Rule 17.2(a)).

* Certified copies not received: _____.

Applicant has THREE MONTHS FROM THE "MAILING DATE" of this communication to file a reply complying with the requirements noted below. Failure to timely comply will result in ABANDONMENT of this application.
THIS THREE-MONTH PERIOD IS NOT EXTENDABLE.

4. ☐ A SUBSTITUTE OATH OR DECLARATION must be submitted. Note the attached EXAMINER'S AMENDMENT or NOTICE OF INFORMAL PATENT APPLICATION (PTO-152) which gives reason(s) why the oath or declaration is deficient.
 5. ☐ CORRECTED DRAWINGS (as "replacement sheets") must be submitted.
 - (a) ☐ including changes required by the Notice of Draftsperson's Patent Drawing Review (PTO-948) attached
 - 1) ☐ hereto or 2) ☐ to Paper No./Mail Date _____.
 - (b) ☐ including changes required by the attached Examiner's Amendment / Comment or in the Office action of Paper No./Mail Date _____.
- Identifying indicia such as the application number (see 37 CFR 1.84(c)) should be written on the drawings in the front (not the back) of each sheet. Replacement sheet(s) should be labeled as such in the header according to 37 CFR 1.121(d).
6. ☐ DEPOSIT OF and/or INFORMATION about the deposit of BIOLOGICAL MATERIAL must be submitted. Note the attached Examiner's comment regarding REQUIREMENT FOR THE DEPOSIT OF BIOLOGICAL MATERIAL.

Attachment(s)

1. ☒ Notice of References Cited (PTO-892)
2. ☐ Notice of Draftsperson's Patent Drawing Review (PTO-948)
3. ☐ Information Disclosure Statements (PTO/SB/08),
Paper No./Mail Date _____
4. ☐ Examiner's Comment Regarding Requirement for Deposit
of Biological Material
5. ☐ Notice of Informal Patent Application
6. ☐ Interview Summary (PTO-413),
Paper No./Mail Date _____
7. ☐ Examiner's Amendment/Comment
8. ☒ Examiner's Statement of Reasons for Allowance
9. ☐ Other _____

DETAILED ACTION

1. This Office Action is the answer to the Amendment filed on October 4, 2007, which paper has been placed of record in the file.
2. Claims **1-9, 11-19, 21-29, and 31-45** are pending in this application.

Allowable Subject Matter/Reasons for Allowance

3. Claims **1, 2, 3, 38, 39, 40, and 41** are allowed over the prior arts cited records.

The closest prior art is:

1) Ross (US 7,222,094) discloses a method for structuring an obligation. More particularly, Ross relates to a method for structuring an interest bearing obligation which is convertible into stock. The stock may be stock in the issuer. The stock may be stock in an entity having a legal relationship with the issuer. The legal relationship may be selected from the group including, but not limited to: a) parent company; b) subsidiary; and c) holding company. The stock may be stock in an entity that is not legally related to the issuer. The stock may be in an entity whose stock is publicly traded. While Ross does disclose various features related to structuring an interest bearing obligation which is convertible into stock (including, for example, the generic parent company/subsidiary/holding company possibilities identified above), Ross does not show the specific ownership arrangement recited the claims.

Therefore, it is clear from the description of Ross's invention that the prior arts do not considered the possibility of: establishing a holding company as an owner of a

closed block business entity, wherein the holding company is a subsidiary of a parent company wherein an on-going business is a subsidiary of the parent company, and wherein the closed block business entity is a business that is established with a specific amount of assets and the assets can only be used with the closed block business entity for a specific purpose; representing the on-going business by a first class of stock issued in the parent company; issuing a second class of stock in the parent company, wherein the second class of common stock represents an ownership interest in the closed block business entity and wherein the closed block business entity has a business growth that is less than the business growth of the on-going business, as included in claims 1, 2, 3, 38, 39, 40, and 41.

4. Claims (4, 7-9, 11-16, 35-37), (5, 17-19, 21-26), (6, 27-29, 31-34), 42, 43, 44, and 45, are allowed because they are dependent claims of the allowable independent claims 1, 2, 3, 38, 39, 40 and 41 above, in that order.

Conclusion

5. Claims **1-9, 11-19, 21-29, and 31-45** are allowed.
6. Any inquiry concerning this communication or earlier communications from the examiner should be directed to examiner Nga B. Nguyen whose telephone number is (571) 272-6796. The examiner can normally be reached on Monday-Friday from 9:00AM-5:00PM.

If attempts to reach the examiner by telephone are unsuccessful, the examiner's supervisor, Kambiz Abdi can be reached on (571) 272-6702.

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Any inquiry of a general nature or relating to the status of this application or proceeding should be directed to the Group receptionist whose telephone number is (571) 272-3600.

7. Any response to this action should be mailed to:

Commissioner of Patents and Trademarks
P.O. Box 1450
Alexandria VA, 22131-1450

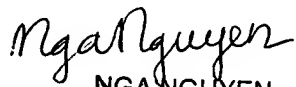
Or faxed to:

(571) 273-8300 (for formal communication intended for entry),

or

(571) 273-6796 (for informal or draft communication, please label "PROPOSED" or "DRAFT").

Hand-delivered responses should be brought to Knox Building, 501 Dulany Street, Alexandria, VA, First Floor (Receptionist).


NGA NGUYEN
PRIMARY EXAMINER

December 17, 2007